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28 UBER TECHNOLOGIES, INC.
and OTTOMOTTO LLC

19 UNITED STATES DISTRICT COURT
20 NORTHERN DISTRICT OF CALIFORNIA
21 SAN FRANCISCO DIVISION

22 WAYMO LLC,
23 v.
24 UBER TECHNOLOGIES, INC.,
25 OTTOMOTTO LLC; OTTO TRUCKING LLC,
26 Defendants.

Case No. 3:17-cv-00939-WHA

**DECLARATION OF
HALLEY JOSEPHS IN SUPPORT OF
DEFENDANTS' ADMINISTRATIVE
MOTION TO FILE UNDER SEAL
PORTIONS OF THEIR MOTION TO
EXCLUDE TESTIMONY AND
OPINIONS OF WAYMO'S DAMAGES
EXPERT MICHAEL WAGNER**

1 I, Halley Josephs, declare as follows:

2 1. I am an attorney at the law firm of Susman Godfrey LLP. I make this declaration
 3 based upon matters within my own personal knowledge and if called as a witness, I could and
 4 would competently testify to the matters set forth herein. I make this declaration in support of
 5 Defendants' Administrative Motion to File Under Seal Portions of Their Motion to Exclude
 6 Testimony and Opinions of Waymo's Damages Expert Michael Wagner.

7 2. I have reviewed the following documents and confirmed that only the portions
 8 identified below merit sealing:

Document	Portions to Be Filed Under Seal	Designating Party
Motion to Exclude Testimony and Opinions of Waymo's Damages Expert Michael Wagner ("Motion")	Highlighted Portions	Defendants (Blue) Plaintiff (Green)
Exhibit 1 to the Declaration of Matthew R. Berry	Entirety	Plaintiff
Exhibit 2 to the Declaration of Matthew R. Berry	Entirety	Defendants
Exhibit 3 to the Declaration of Matthew R. Berry	Entirety	Plaintiff
Exhibit 4 to the Declaration of Matthew R. Berry	Highlighted Portions	Defendants (Blue)
Exhibit 5 to the Declaration of Matthew R. Berry	Entirety	Defendants
Exhibit 6 to the Declaration of Matthew R. Berry	Highlighted Portion	Defendants (Blue)
Exhibit 7 to the Declaration of Matthew R. Berry	Highlighted Portions	Defendants (Blue)
Exhibit 8 to the Declaration of Matthew R. Berry	Entirety	Defendants
Exhibit 9 to the Declaration of Matthew R. Berry	Entirety	Plaintiff

Document	Portions to Be Filed Under Seal	Designating Party
Exhibit 10 to the Declaration of Matthew R. Berry	Highlighted Portions	Plaintiff (Green)
Exhibit 11 to the Declaration of Matthew R. Berry	Entirety	Defendants
Exhibit 12 to the Declaration of Matthew R. Berry	Highlighted Portions	Defendants (Blue)
Exhibit 13 to the Declaration of Matthew R. Berry	Highlighted Portions	Defendants (Blue)
Exhibit 14 to the Declaration of Matthew R. Berry	Entirety	Defendants
Exhibit 15 to the Declaration of Matthew R. Berry	Highlighted Portions	Defendants (Blue)
Exhibit 19 to the Declaration of Matthew R. Berry	Entirety	Plaintiff
Exhibit 21 to the Declaration of Matthew R. Berry	Entirety	Plaintiff
Exhibit 22 to the Declaration of Matthew R. Berry	Entirety	Defendants
Exhibit 23 to the Declaration of Matthew R. Berry	Entirety	Defendants
Exhibit 24 to the Declaration of Matthew R. Berry	Entirety	Defendants

3. The blue-highlighted portions of the Motion, the entirety of Exhibits 2, 5, 8, 11, 14, 22, 23, and 24 to the Berry Declaration, and the blue-highlighted portions of Exhibits 4, 6, 7, 12, 13, and 15 to the Berry Declaration contain highly confidential information regarding Uber's business forecasts and projections, organization run rates, market comparables, development strategies and performance on milestones, and responses to interrogatories regarding time and cost estimates for redesign of accused features. This highly confidential information is not publicly known, and its confidentiality is strictly maintained. Disclosure of this information could allow competitors to obtain a competitive advantage over Uber by giving them details into

1 Uber's business and development strategies, such that they could tailor their own strategies and
2 Uber's competitive standing could be significantly harmed.

3 4. The green-highlighted portions of the Motion, the entirety of Exhibits 1, 3, 9, 19,
4 and 21 to the Berry Declaration, and the green-highlighted portions of Exhibit 10 to the Berry
5 Declaration contain information that has been designated "Highly Confidential – Attorneys' Eyes
6 Only" or "Confidential" by Waymo in accordance with the Patent Local Rule 2-2 Interim Model
7 Protective Order ("Protective Order"), which the parties have agreed governs this case (Transcript
8 of 3/16/2017 Hearing, page 6). Defendants file this material under seal in accordance with
9 Paragraph 14.4 of the Protective Order.

10 5. Defendants' request to seal is narrowly tailored to the portions of the Motion and
11 its supporting papers that merit sealing.

12 I declare under penalty of perjury that the foregoing is true and correct. Executed this 16th
13 day of September, 2017 at New York, New York.

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/s/ Halley Josephs

Halley Josephs

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ATTESTATION OF E-FILED SIGNATURE

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I, Arturo J. González, am the ECF User whose ID and password are being used to file this
Declaration. In compliance with General Order 45, X.B., I hereby attest that Halley Josephs has
concurred in this filing.

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Dated: September 16, 2017

/s/ Arturo J. González

ARTURO J. GONZÁLEZ

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